CAPITAL CONNECTION, INC. OS8870

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

3 Stars Travel Inc.	6000026797864 -11/04/9801003014 *****43.75 *****43.75 Art of Inc. File LTD Partnership File Foreign Corp. File L.C. File
98 KOV - L. AM 9: 32	Fictitious Name File Trade/Service Mark Merger File Art. of Amend. File RA Resignation Dissolution / Withdrawal Cert. Copy Photo Copy Certificate of Good Standing Certificate of Fictitious Name Corp Record Search
Signature Requested by: 11-4 9/2 Name Date Time	Officer Search
Walk-In Will Pick Up	UCC 11 Retrieval



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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State Squay -4, PM 2: 02 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 4, 1998

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: 3 STARS TRAVEL INC.

Ref. Number: P98000088870

We have received your document for 3 STARS TRAVEL INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

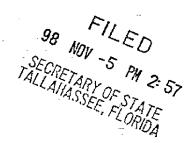
If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown Corporate Specialist

Letter Number: 298A00053735

John lechel

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF 3 STARS TRAVEL INC.



Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST Amendment adopted

Article I is amended to read as follows:

The name of the corporation shall be Stars Cruising Inc.

SECOND Adoption of Amendment

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

This Amendment was adopted the 30th of October 1998.

Signed this 30th day of October, 1998

Signature Marsha Kaolek

Name Marsha Koolik

Title Vice Chairman of the Board of Directors